

02/24/00
04-06-2000



101306966

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
Effective Date
Month Day Year _____
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
2/25/00

Name Oriental Trading Company, Inc.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Nebraska

Receiving Party

Mark if additional names of receiving parties attached

Name Oriental Trading Company, Inc.

DBA/AKA _____

Composed of _____

Address (line 1) 4206 South 108th Street

Address (line 2) _____

Address (line 3) Omaha

City

NE

State/Country

68137

Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

04/06/2000 INQUIRY 00000077 75482796

01 FC140
02 FC140E

40.00 DP
100.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (2651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 2651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

REEL: 002044 FRAME: 0649

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/177891"/>	<input type="text"/>	<input type="text" value="75/177891"/>	<input type="text" value="1,765,166"/>	<input type="text" value="2,100,038"/>	<input type="text" value="2,134,712"/>
<input type="text" value="75/177892"/>	<input type="text" value="75/345934"/>	<input type="text"/>	<input type="text" value="1,906,640"/>	<input type="text" value="2,127,520"/>	<input type="text" value="1,963,552"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,986,834"/>	<input type="text" value="2,074,301"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Terry K. Watanabe February 25, 2000

Name of Person Signing Signature Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 09/30/99
OMB 0481-0627

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Oriental Trading Company, Inc.

2/25/00

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization Nebraska

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name Oriental Trading Company, Inc.

DBA/AKATA

Composed of

Address (line 1) 4206 South 108th Street

Address (line 2)

Address (line 3) Omaha Nebraska 68137

Individual General Partnership Limited Partnership Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)			Registration Number(s)		
			<u>2,125,227</u>	<u>1,419,837</u>	<u>1,754,376</u>
			<u>1,666,726</u>		<u>2,300,930</u>

**TRADEMARK
REEL: 002044 FRAME: 0651**

ASSIGNMENT OF TRADEMARKS

This Assignment is made as of the 25th day of February, 2000, by ORIENTAL TRADING COMPANY, INC, a Nebraska corporation ("Assignor"), of 4206 South 108th Street, Omaha, Nebraska 68137, to ORIENTAL TRADING COMPANY, INC., a Delaware corporation ("Assignee"), of 4206 South 108th Street, Omaha, Nebraska 68137.

RECITALS:

A. Assignor is the owner of various trademarks and service marks, and registrations and applications for registration thereof, used in connection with its business (collectively, the "Marks").

B. Assignee is acquiring Assignor's business and in connection therewith all of Assignor's right, title, and interest in and to the Marks and the registrations and applications for registration thereof, including without limitation the Marks listed on Exhibit A attached hereto and by this reference incorporated herein. If Assignor has filed intent-to-use applications for any of the Marks and has not yet filed a statement of use thereof, Assignor confirms that Assignee is the successor to the business of Assignor within the meaning of 15 U.S.C. 1060.

NOW, THEREFORE, for valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all of Assignor's right, title, and interest in and to the Marks, together with all of the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks, all registrations and applications for registration of the Marks, including without limitation the registrations and applications for registration listed on Exhibit A attached hereto and by this reference incorporated herein, and the right to recover for past infringement of the Marks.

IN WITNESS WHEREOF, Assignee has executed this Assignment on the day and year first above written.

ORIENTAL TRADING COMPANY, INC., a
Nebraska corporation

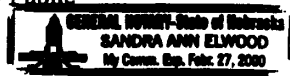
By: *Terry K. Watanabe*
Terry K. Watanabe, President

STATE OF NEBRASKA)
) SS.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 17th day of February, 2000, by Terry K. Watanabe, President of Oriental Trading Company, Inc., a Nebraska corporation, on behalf of the corporation.

Sandra Ann Elwood
Notary Public

My commission expires:
2/27/2000



**EXHIBIT A
TO ASSIGNMENT OF TRADEMARKS
BY ORIENTAL TRADING COMPANY, INC., a Nebraska corporation,
TO ORIENTAL TRADING COMPANY, INC., a Delaware corporation**

**SCHEDULE OF TRADEMARKS
(United States)**

<u>Mark</u>	<u>Serial Number</u>	<u>Registration Date (or Application Filing Date)</u>	<u>Registration Number</u>
Our Earth	74/145120	04-13-93	1,765,166
Friendship Club	74/802362	09-23-97	2,100,038
Friendship Club	74/501934	02-03-98	2,134,712
Terry's Village	74/202539	07-18-95	1,906,640
Terry's Village logo	74/537285	01-06-98	2,127,520
Happysacks	74/686773	03-19-96	1,963,552
Fun Express	74/655276	07-16-96	1,986,834
Inspirations A Celebration of Faith	74/664666	06-24-97	2,074,301
World's Biggest Toybox	75/172555	12-30-97	2,125,227
OTC logo design	73/583517	12-09-86	1,419,837
Oriental Trading	74/278581	02-23-93	1,754,376
David Kay	74/124493	12-03-91	1,666,726
Little Red Wagon	75/514632	12-14-99	2,300,930
a.r.t.i.c.l.e.s	75/482798	05-11-98	
a.r.t.i.c.l.e.s advantage	N/A	N/A	N/A
The Official Party Supplier of the New Millennium	75/563854	10-01-98	Application abandoned
When it comes to fun, we're all business	N/A	N/A	N/A
Kid Power (service mark)	75/177891	10-07-96	Application abandoned
Kid Power (trademark)	75/177892	10-07-96	Application abandoned
Kid's Power Pac/Promotions	N/A	N/A	N/A
K.I.S.S. Kits	N/A	N/A	N/A
Winterland Gift Shoppe	N/A	N/A	N/A
The Village	N/A	N/A	N/A
Carnival Connection	N/A	N/A	N/A
Sensational Crafts	75/345934	08-25-97	

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TO ORIENTAL TRADING COMPANY, INC., a Delaware corporation

SCHEDULE OF TRADEMARKS
(United States)

<u>Mark</u>	<u>Serial Number</u>	<u>Registration Date (or Application Filing Date)</u>	<u>Registration Number</u>
The Party Book	N/A	N/A	N/A
Fun Favors	N/A	N/A	N/A
FUNdraising	N/A	N/A	N/A
Kidfluence	N/A	N/A	N/A
Bible Pals	N/A	N/A	N/A
a . r . t . i . c . l . e . s Catalog (Nebraska service mark registration)	N/A	05-12-99	10001936
TKW Advertising Agency (Nebraska trade name registration)	N/A	11-21-91	1155347

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TO ORIENTAL TRADING COMPANY, INC., a Delaware corporation

SCHEDULE OF TRADEMARKS
(Canada)

<u>Mark</u>	<u>File Number</u>	<u>Registration Date (or Application Filing Date)</u>	<u>Registration Number</u>
OTC and design	881786	10-20-99	TMA518,304
Oriental Trading	881785	01-21-00	TMA522,030